

In the Matter of the Joint Application of

Arrival Communications Corp.,
DSCI, LLC,
Mpower Communications Corp.,
TPx Communications Co., and
U.S. TelePacific Corp.,
Assignors,

and

Uniti Leasing X LLC,
Assignee,

For Grant of Authority Pursuant to
Section 214 of the Communications Act of 1934,
as amended, and Sections 63.03 and 63.04 of the
Commission’s Rules to Assign Certain Assets
of Authorized Domestic Section 214 Carriers

WC Docket No. 18-61

Arrival Communications Corp. (“Arrival”), DSCI, LLC (“DSCI”), Mpower Communications Corp. (“Mpower”), TPx Communications Co. (f/k/a TelWest Network Services Corporation) (“TCC”), and U.S. TelePacific Corp (“TelePacific” and together with Arrival, DSCI, Mpower, and TCC, “Assignors”) and Uniti Leasing X LLC (“Uniti Leasing” or “Assignee”) (Assignors and Assignee collectively, the “Applicants”), based on discussions with Commission staff, withdraw the above-referenced Application for the reasons described below.¹

As made clear in the Application, “the interstate assets being sold [to Uniti Leasing] are fiber

¹ Capitalized terms not otherwise defined in this Supplement have the meaning ascribed to them in the Application.

optic cable strands, all sheaths and similar conduits surrounding or travelling the same routes as said fiber optic cable strands, the panel or similar item of equipment connecting to said fiber optic cable strands at each identifiable demarcation or other end-point of said fiber optic cable strands, all hand holes, manholes and similar means of access to such fiber optic cable strands, sheaths and conduits (collectively, the “Network”). Assignors are not selling any electronics to light the Network or their customer base.” Application at 1. While the fiber to be transferred upon closing is currently lit by TPx and is serving customers, after closing and the transfer of the dark fiber assets TPx will continue to be the party “lighting” the fiber and providing telecommunication services to customers, including end users. No customers will be transferred as a result of this proposed transaction and only the assets identified herein and in the Application will be transferred to Assignee. Accordingly, Assignee is not acquiring lit fiber (although TPx will continue to “light” the fiber being acquired by Assignee and leased back to TPx) or customers of TPx. Applicants therefore understand that the transaction contemplated by the Asset Purchase Agreements does not require Commission approval pursuant to Section 214 of the Act and withdraw the Application.

Respectfully submitted,

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Dated: March 28, 2018